

AMENDMENT AND RATIFICATION TO OIL AND GAS LEASE

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, James A. Ryffel, hereafter referred to as 'Lessor,' and FINLEY RESOURCES INC. (an undivided 50% interest) and WOODCREST OIL & GAS I, LLC, (an undivided 50% interest) hereafter referred to as 'Lessee', are parties to that certain Oil and Gas Lease dated November 7, 2010, and recorded as Instrument Number D209018137, of the Official Records of Tarrant County, Texas (the 'Lease'), which Lease Covers the following described lands:

46.4 acres, more or less, being a tract of land out of the Abraham Stallions Survey, Abstract No. 1396, and the Nathaniel Holbrook Survey, Abstract No. 647, situated in Tarrant County, Texas, and being more particularly described in that certain Mineral Deed dated February 17, 2005, by and between Ace Investments, Inc., as Grantor, and James A. Ryffel and Steve LaForge, as Grantee, recorded at instrument number D205172229, Official Public Records, Tarrant County, Texas.

WHEREAS, Lessor and Lessee recognize that said Lease is in full force and effect; and it is the desire of both Lessor and Lessee to amend said Lease in the manner provided hereinbelow.

NOW, THEREFORE, Lessor and Lessee agree to amend the twelfth (12th) and thirteenth (13th) line of section one (1) of said Lease by deleting the words "Notwithstanding anything herein contained to the contrary, it is agreed and understood that Lessee, its successors and assigns, shall not enter upon nor use the leased premises for conducting surface operations of any kind whatsoever."

Lessor and Lessee hereby adopt, ratify and confirm said Lease as the same is hereby amended, and Lessor hereby grants, leases, and lets all of the acreage above-described and referred to unto Lessee subject to and under the terms and provisions of said Lease; and such Lease is expressly affirmed, ratified and declared to be effective and binding for all purposes as of the date hereof.

The provisions hereof shall extend to and be binding upon the heirs, successors, legal representatives and assigns of the parties executing the amendment

EXECUTED the 29th day of April, 2010.

LESSOR:

By: James A. Ryffel

LESSEE:

FINLEY RESOURCES INC.

By: Clinton Koerth
It's: Vice President

LESSEE:

WOODCREST OIL & GAS I, LLC

By: James A. Ryffel
Its: Manager

State of TEXAS

County of TARRANT

Before me, the undersigned authority, on this 29th day of April, 2010 personally appeared JAMES A. RYFFEL, and acknowledged to me that he/she executed the same as his/her free and voluntary act and deed for the purpose and consideration therein expressed.

Given under my hand and seal of office this 29th day of April, 2010.

My commission expires:

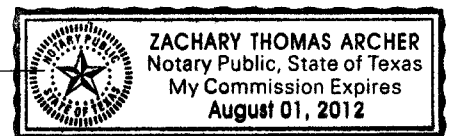
8-1-2012

State of TEXAS

County of TARRANT

Notary Public:

[Signature]



Before me, the undersigned authority, on this 29th day of April, 2010 personally appeared CLINTON KOERTH as the VICE PRESIDENT of FINLEY RESOURCES INC., and acknowledged to me that he/she executed the same as his/her free and voluntary act and deed for the purpose and consideration therein expressed.

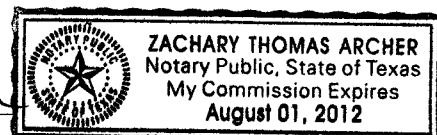
Given under my hand and seal of office this 29th day of April, 2010.

My commission expires:

8-1-2012

Notary Public:

[Signature]



State of TEXAS

County of TARRANT

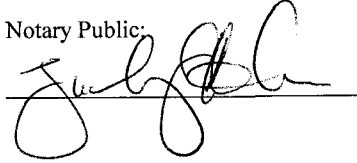
Before me, the undersigned authority, on this 29th day of April, 2010 personally appeared **JAMES A. RYFFEL** as the MANAGER of WOODCREST OIL & GAS I, LLC, and acknowledged to me that he/she executed the same as his/her free and voluntary act and deed for the purpose and consideration therein expressed.

Given under my hand and seal of office this 29th day of April, 2010.

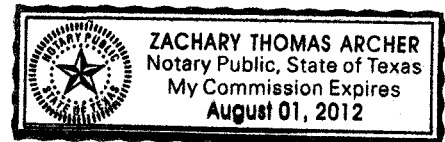
My commission expires:

8-1-2012

Notary Public:

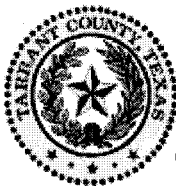


ZA



SUZANNE HENDERSON

COUNTY CLERK



100 West Weatherford Fort Worth, TX 76196-0401

PHONE (817) 884-1195

FINLEY RESOURCES INC
1308 LAKE ST
FT WORTH, TX 76102

Submitter: FINLEY RESOURCES INC

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

Filed For Registration: 4/30/2010 11:04 AM

Instrument #: D210100961

LSE

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PGS

\$20.00

By:

A handwritten signature in cursive script, appearing to read "Suzanne Henderson", is written over a horizontal line.

D210100961

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE OF THE DESCRIBED REAL PROPERTY
BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

Prepared by: VMMASSINGILL